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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

Group
A DIME, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 7, 2000

EMPIRE

SUBJECT: A DIME, INC.
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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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Neysa Culligan
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FAX Aud. #: H00000005802
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ARTICLES OF INCORPORATION
OF
A DIME GROUP, INC.

The undersigned incorporator hereby executes these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be: A DIME GROUP, INC.

ARTICLE II NATURE OF BUSINESS

The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county or territory.

ARTICLE III CAPITAL STOCK

The maximum number of stock that this corporation is authorized to have outstanding at any one time is 500 shares common stock having a nominal value or par value of \$1.00 per share.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V ADDRESS

The initial principal office of this corporation in the State of Florida is: 1935 NW 56th street Miami, Florida 33142. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VI REGISTERED AGENT

The initial Registered Agent is Fred Crawford whose address is 1935 NW 56th Street, Miami, Florida 33142, which is also known as the registered office.

ARTICLE VII DIRECTORS

The corporation shall have two (2) directors, initially. The number of directors may be increased or decreased from time to time, by the by-laws adopted by the shareholders, but shall never be less than one. The name(s) and address(es) of the initial director(s) is(are):

Fred Crawford - President, whose address is 1935 NW 56th Street, Miami, Florida 33142.

Rudolph D. Griffith - Vice President, whose address is P.O. Box 970933, Miami, Florida 33197-0933.

These Articles of Incorporation were prepared by:
Rudolph D. Griffith, Esquire
19755 S.W. 134th Court Miami, Florida 33177
FBN 847038

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Fred Crawford - Secretary, whose address is 1935 NW 56th Street, Miami, Florida 33142

Rudolph D. Griffith - Vice President, whose address is P.O. Box 970933, Miami, Florida 33197-0933

ARTICLE VIII EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the Secretary of State accepting and filing these Articles of Incorporation.

ARTICLE IX PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X INCORPORATOR

The name and address of the person signing these Article of Incorporation is: Fred Crawford, whose address is 1935 NW 56th Street, Miami, Florida 33412.

ARTICLE IX AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders meeting by a majority of the stock entitled to vote thereon, unless all directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 4th day of February, 2000.

Fred Crawford
Fred Crawford, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in the foregoing Articles, I hereby accept the appointment as Registered Agent and agree to comply with the provisions of all statutes relative to the proper performance of my duties, and I am familiar with and accept the obligation of the position of Registered Agent under Section 607.0505, Florida Statutes.

Fred Crawford
Fred Crawford

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STATE OF FLORIDA

SS.

COUNTY OF MIAMI-DADE

I HEREBY CERTIFY, that on this day before, a Notary Public duly authorized in the State and County named above to take acknowledgment, personally appeared Fred Crawford, known to me to be the person described as Incorporator of A Dime Group, Inc., and who executed the foregoing Articles of Incorporation, and acknowledge before me that she subscribed to those Article of Incorporation.

WITNESS my hand and official seal in the County and State named above this 4th day of February, 2000.



Signature of Notary Public

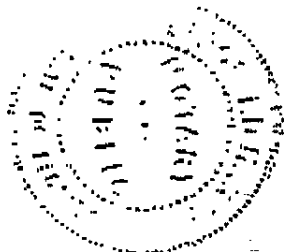
Emrol Richards

Printed Name of Notary Public

My Commission expires : 1st JULY 2003



Emrol Richards
My Commission CC851337
Expires July 1, 2003



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